

# **Exhibit 3**

1 UNITED STATES DISTRICT COURT  
2 EASTERN DISTRICT OF MICHIGAN  
3 SOUTHERN DIVISION  
4 -----  
5 Civil Action No.  
6 In re: FLINT WATER CASES 5:16-cv-10444-JEL-MKM  
7 (consolidated)  
8 Hon. Judith E. Levy  
9 -----  
10 Mag. Mona K. Majzoub

11 STATE OF MICHIGAN  
12 IN THE CIRCUIT COURT FOR THE COUNTY OF GENESEE  
13 -----  
14 IN RE FLINT WATER Case No. 17-1086460-NO  
15 LITIGATION Hon. Richard B. Yuille  
16 -----

17 JENNIFER MASON, et al. Case No. 16-106150-NM  
18 Hon. Richard B. Yuille

19 Plaintiffs,

20 V.

21 LOCKWOOD, ANDREWS & NEWNAM,  
22 PC, et al.,

23 Defendants. HIGHLY CONFIDENTIAL

24 -----X

VIDEOTAPED DEPOSITION OF JONATHAN CARPENTER

Monday, December 16, 2019, 9:09 a.m.

Washington, DC 20005

Reported by: Denise Dobner Vickery, RMR, CRR

GOLKOW LITIGATION SERVICES

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Monday, December 16, 2019

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9:09 a.m.

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Videotaped Deposition of JONATHAN

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CARPENTER, held at the offices of:

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COHEN MILSTEIN SELLERS & TOLL PLLC

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1100 New York Avenue NW

15

Suite 500, West Tower

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Washington, DC 20005

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Pursuant to notice, before Denise Dobner

20

Vickery, Certified Realtime Reporter, Registered

21

Merit Reporter, and Notary Public in and for the

22

District of Columbia.

23

24

1 APPEARANCES:

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3 On Behalf of Executive Committee for Class  
4 Plaintiffs:

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3 On Behalf of Defendants Veolia Water North  
4 America Operating Services, LLC, Veolia North  
America, LLC, Veolia North America, Inc., and the  
5 Witness:

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1 APPEARANCES: (Continued)

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14 ALSO PRESENT:

15 CHRISTOPHER FLETCHER, ESQ. (via videoconference)

FRANCIS FERRARA, ESQ. (via videoconference)

16 JOSEPH FURTON, ESQ. (via videoconference)

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18 VIDEOGRAPHER: Daniel Holmstock

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1           A.           Correct.

2           Q.           The last line here says:

3                        "We should submit proposal to enter  
4 utility to upsale."

5                        Do you see that, sir?

6           A.           Yes.

7           Q.           What did you mean by that sentence?

8           A.           Again, as I've explained previously,  
9 whenever we go after a job, you also always talk  
10 to the customer to see if there's any opportunity  
11 for any other needs that they may have and see if  
12 there's anything that you can provide  
13 additionally.

14          Q.           To grow the contract; correct?

15          A.           To grow business. To grow business.

16          Q.           To grow business?

17          A.           To grow business.

18          Q.           To make money for VNA?

19          A.           Yes, that's what my job is to be a  
20 salesperson and find opportunities.

21          Q.           And why would you need to enter the  
22 utility to upsale?

23          A.           Well, I -- you don't know what you  
24 have or what the problems are until you talk to

1 the customer and find out what their needs are, as  
2 I've said, and the only way you do that is to talk  
3 to the customer, learn about the utility, learn  
4 what their needs are. And if they say these are  
5 things that they need help with and if you can  
6 provide those things, then that's what you do.  
7 You give them a proposal to provide assistance  
8 with their needs, and that's how you grow the  
9 business.

10 Q. So would it be fair to say that  
11 access to the utility would provide information  
12 making it easier to upsale the contract?

13 MR. McELVAINE: Objection.

14 You can answer.

15 THE WITNESS: Yes.

16 BY MS. LEVENS:

17 Q. Is that why VNA would have agreed to  
18 accept a study like the one it did for the City of  
19 Flint?

20 MR. McELVAINE: Objection.

21 You can answer.

22 THE WITNESS: There's always an  
23 opportunity for upsell. That's what we look  
24 for as salespeople. In terms of what VNA as a